

Chapman and Cutler LLP  
Attorneys at Law Focused on Finance

Karim R. Merchant  
Associate

111 W. Monroe  
Chicago, IL 60603

T 312 845 3465  
F 312 516 1465  
merchant@chapman.com

June 29, 2010

RECORDATION NO. 16494-K FILED

JUN 29 '10 -12 25 PM

**SURFACE TRANSPORTATION BOARD**

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, DC 20423-0001

Re: TTX Company  
Termination of Lease and Security Documents  
Lease No. 31A

Dear Section Chief:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two copies of the Termination of Security Documents (No. 31A), dated as of June 29, 2010, between U.S. Bank National Association (successor to The Connecticut National Bank), not in its individual capacity, but solely as Owner Trustee (the "Owner Trustee"), and The Bank of New York Mellon Trust Company, N.A. (successor to Mercantile Safe Deposit and Trust Company), not in its individual capacity, but solely as agent (the "Agent")

The enclosed document related to (a) the Conditional Sale Agreement (A), (b) the Agreement and Assignment (A), (c) the Lease of Railroad Equipment (No. 31A), and (d) the Assignment of Lease and Agreement (A) between the Owner Trustee and the Agent, copies of which (or evidence thereof) were previously filed under Recordation Numbers 16494, 16494-A, 16494-B, and 16494-C, respectively. The CSA, the Agreement and Assignment and the Lease Assignment are referred to herein collectively as the "Security Documents." Please also note that the enclosed document relates to the Termination of Lease (No. 31A), dated as of June 29, 2010, between Owner Trustee and TTX Company, which is being submitted for recording concurrently therewith.

Chapman and Cutler LLP

The names and addresses of the parties to the enclosed document are as follows:

Owner Trustee: U.S. Bank National Association  
Corporate Trust Services  
225 Asylum Street - 23rd Floor  
Hartford, CT 06103

Agent: The Bank of New York Mellon  
The Bank of New York Trust Company, N.A.  
Chicago Corporate Trust  
Two North LaSalle Street, Suite 1020  
Chicago, IL 60602

A description of the equipment covered as of the date hereof by the aforesaid memorandum is:

The 623 railcars (including casualties) within the series NTTX 66106 - NTTX 66139, TTAX 76000 - TTAX 76149, TTLX 60401 - TTLX 60568 and TTOX 145601 - TTOX 146094 as more specifically described in Schedule 1 attached hereto

A short summary of the document to appear in the index follows:

Termination of Security Documents (No 31A).

A fee of forty-one dollars (\$41.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

Robert Alvord, Esq  
Alvord and Alvord  
1050 Seventeenth Street, N W  
Suite 301  
Washington, DC 20036

Chapman and Cutler LLP

If you have any questions or need further information, please do not hesitate to contact the undersigned at (312) 845-3465

Sincerely,

CHAPMAN AND CUTLER LLP

By   
Karim R. Merchant

KRM/drk  
Enclosures

**SCHEDULE 1**  
**LEASE NO. 31A**

**PURCHASED RAILCARS**

<u>TYPE OF EQUIPMENT</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NO. OF UNITS</u>
Five-platform flatcar for containers - NTTX	Trinity	66106 - 66112	31
		66114 - 66116	
		66118 - 66132	
		66134 - 66139	
Five-platform all purpose articulated spine cars - TTAX	Trinity	76002 - 76035	40
		76143 - 76147	
		76149	
Five-platform flatcar for trailers - TTLX	Thrall	60401	54
		60403 - 60408	
		60410 - 60414	
		60416 - 60427	
		60429 - 60454	
		60562 - 60563	
Single-platform flatcar - TTOX	Trinity	60566	473
		60568	
		145601 - 145621	
		145623 - 145649	
		145651 - 145689	
		145691 - 145744	
		145746 - 145790	
		145792 - 145811	
		145814 - 145830	
		145832 - 145863	
		145865 - 145867	
		145869 - 145896	
		145898 - 145919	
		145921 - 145941	
		145943 - 145986	
		145988 - 146022	
		146024 - 146026	
		146028 - 146039	
		146041 - 146053	
		146055 - 146069	

<u>TYPE OF EQUIPMENT</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NO. OF UNITS</u>
		146071	
		146073 - 146077	
		146079 - 146094	
TOTAL PURCHASED			<u>598</u>

#### CASUALTIED RAILCARS

<u>TYPE OF EQUIPMENT</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NO. OF UNITS</u>
Five-platform flatcar for containers – NTTX	Trinity	66113 66117 66133	3
Five-platform all purpose articulated spinecars – TTAX	Trinity	76000 76148	2
Five-platform flatcars for trailers – TTLX	Thrall	60428	1
Single-platform flatcar –TTOX	Trinity	145622 145690 145745 145791 145812 145813 145831 145864 145868 145897 145920 145942 145987 146023 146040 146054 146070	19

<u>TYPE OF EQUIPMENT</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NO. OF UNITS</u>
		146072	
		146078	
TOTAL CASUALTIED RAILCARS			<u>25</u>
TOTAL ALL RAILCARS			<u>623</u>

RECORDATION NO. 16494-15 FILED

JUN 29 '10 -12 25 PM

TERMINATION OF SECURITY DOCUMENTS  
(STB)

SURFACE TRANSPORTATION BOARD

THIS TERMINATION OF SECURITY DOCUMENTS is made and entered into as of June 29, 2010 by THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A. (successor to Mercantile Safe Deposit and Trust Company), not in its individual capacity, but solely as agent ("Agent").

1. Reference is made to (a) the Conditional Sale Agreement (A) dated as of August 1, 1989 (as amended, modified or supplemented, the "CSA"), among U.S. Bank National Association (successor to The Connecticut National Bank) (the "Owner Trustee") and the Sellers (as such term is defined therein), (b) the Agreement and Assignment (A) dated as of August 1, 1989 (as amended, modified or supplemented, the "Agreement and Assignment"), among the Agent and the Sellers, (c) the Lease of Railroad Equipment (No. 31A) dated as of August 1, 1989 (as amended, modified or supplemented, the "Lease") between TTX Company (formerly Trailer Train Company) and the Owner Trustee, and (d) the Assignment of Lease and Agreement (A) dated as of August 1, 1989 (as amended, modified or supplemented, the "Lease Assignment") between the Owner Trustee and the Agent, copies of which (or evidence thereof) were filed with the Interstate Commerce Commission (predecessor to the Surface Transportation Board) pursuant to the provisions of 49 U.S.C. Section 11303 on August 28, 1989 under Recordable Numbers 16494, 16494-A, 16494-B, and 16494-C, respectively. The CSA, the Agreement and Assignment and the Lease Assignment are referred to herein collectively as the "Security Documents."

2. The Security Documents are terminated effective as of the date hereof and the Agent hereby releases all of its right, title and interest in and to the railroad equipment set forth on Exhibit A attached hereto.

IN WITNESS WHEREOF, the party hereto has caused this termination to be duly executed by its officer duly authorized as of the date and year first above written.

THE BANK OF NEW YORK MELLON TRUST  
COMPANY, N. A., not in its individual  
capacity, but solely as Agent

By: M. Callahan  
Name: M. CALLAHAN  
Title: VICE PRESIDENT

*{Termination of Security Documents 31A (STB)}*

STATE OF ILLINOIS )  
 ) SS.:  
COUNTY OF COOK )

On this, the 28<sup>th</sup> day of June, 2010, before me, a Notary Public in and for said County and State, personally appeared M. CALLAHAN who being by me duly sworn, says that (s)he is the VICE PRESIDENT of THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., that said instrument was signed on June 28<sup>th</sup>, 2010 on behalf of said trust company by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said national association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



(SEAL)

T. Mosterd  
Name:  
Notary Public  
My Commission Expires: 1/22/2013  
Residing in COOK

**EXHIBIT A  
RAILCARS**

<u>TYPE OF EQUIPMENT</u>	<u>PURCHASED RAILCARS</u>		<u>NO. OF UNITS</u>
	<u>BUILDER</u>	<u>CAR NUMBERS</u>	
Five-platform flatcar for containers - NTTX	Trinity	66106 - 66112	31
		66114 - 66116	
		66118 - 66132	
		66134 - 66139	
Five-platform all purpose articulated spine cars - TTAX	Trinity	76002 - 76035	40
		76143 - 76147	
		76149	
Five-platform flatcar for trailers - TTLX	Thrall	60401	54
		60403 - 60408	
		60410 - 60414	
		60416 - 60427	
		60429 - 60454	
		60562 - 60563	
		60566	
Single-platform flatcar - TTOX	Trinity	60568	473
		145601 - 145621	
		145623 - 145649	
		145651 - 145689	
		145691 - 145744	
		145746 - 145790	
		145792 - 145811	
		145814 - 145830	
		145832 - 145863	
		145865 - 145867	
		145869 - 145896	
		145898 - 145919	
		145921 - 145941	
		145943 - 145986	
		145988 - 146022	
		146024 - 146026	
		146028 - 146039	
		146041 - 146053	
		146055 - 146069	
		146071	
		146073 - 146077	
		146079 - 146094	
TOTAL PURCHASED			<u>598</u>

# CASUALTIED RAILCARS

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
Five-platform flatcar for containers – NTTX	Trinity	66113 66117 66133	3
Five-platform all purpose articulated spinecars – TTAX	Trinity	76000 76148	2
Five-platform flatcars for trailers – TTLX	Thrall	60428	1
Single-platform flatcar – TTOX	Trinity	145622 145690 145745 145791 145812 145813 145831 145864 145868 145897 145920 145942 145987 146023 146040 146054 146070 146072 146078	19
TOTAL CASUALTIED RAILCARS			25
TOTAL ALL RAILCARS			623

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 6-24-2016



\_\_\_\_\_  
Robert W Alvord